

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

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Chapter 11

In re:
LTL MANAGEMENT, LLC,¹

Debtor.

Case No.: 23-12825 (MBK)

Honorable Michael B. Kaplan

**DECLARATION OF THE OFFICIAL COMMITTEE OF TALC CLAIMANTS FOR
THE RETENTION OF MASSEY & GAIL LLP**

¹ The last four digits of the Debtor's taxpayer identification number are 6622. The Debtor's address is 501 George Street, New Brunswick, New Jersey 08933.

The signatories below, being of full age, on behalf of the Official Committee of Talc Claimants for LTL Management, LLC (the “Committee”) certify as follows:

1. This Declaration is submitted provided pursuant to Section D.2 of the U.S. Trustee Guidelines, promulgated by the U.S. Trustee. We are informed by Massey & Gail LLP (“Massey & Gail”), proposed special counsel, that the U.S. Trustee Guidelines require that any application for employment of an attorney under section 327 or 1103 of the Bankruptcy Code be accompanied by a verified statement from the client.
2. Shortly after formation of the Committee in the first Chapter 11 bankruptcy for LTL Management, LLC (“LTL I”), the Committee interviewed several law firms as potential co-counsel in the LTL I case. The Committee retained Massey & Gail as Special Counsel in LTL I.
3. Massey & Gail is a 23-lawyer boutique with experience in complex litigation presenting novel and difficult legal questions. Massey & Gail has significant experience in cutting-edge mass tort, fraudulent transfer, successor liability, and similar litigation, as well as in creditors’ rights and bankruptcy. Massey & Gail is well-versed in the issues presented by the Debtor’s current bankruptcy proceeding, having represented the Official Committee of Talc Claimants in the Debtor’s prior Chapter 11 bankruptcy proceeding before this Court, as well as in the Committee’s appeal to the Third Circuit Court of Appeals.
4. Based on the foregoing, the Committee is of the opinion that it is necessary for the Committee to employ Massey & Gail as their special counsel in these cases and that, based on the identity of issues and parties between LTL I and this case, such employment is in the best interest of the Committee and these bankruptcy estates.
5. Massey & Gail has represented to the Committee, as reflected in its Application and accompanying certifications, that the billing rates and material terms for the engagement are comparable to the firm’s billing rates and terms for other non-bankruptcy engagements and to the billing rates and terms of other comparably skilled professionals.
6. As was done in LTL I, Committee counsel will collect all monthly fee statements and interim fee applications prepared by the Committee professionals and circulate for review and comment to the Committee. This process permits the Committee an opportunity to review and approve the fees and expenses. Similarly, the updated budget and staffing plans will be provided to the Committee on a triannual basis for review and approval by the Committee. We believe this process is similar to the process employed in non-bankruptcy cases to supervise outside counsel.
7. In addition, as described in the Application and accompanying certification, the Committee professionals have developed a protocol to avoid duplication of

effort among the Committee professionals and to ensure the most efficient case management and delegation of task responsibilities.

Dated: June 2, 2023

Respectfully Submitted,

THE OFFICIAL COMMITTEE OF TALC CLAIMANTS

/s/ Michelle Parfitt

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